

Working DRAFT

Advisory Board of the

BY-LAWS OF THE _____ LABOR BUSINESS ADVISORY BOARD

AUTHORITY

The Advisory Board for the _____ Pilot Center of Occupational Health and Education (hereafter referred to as the Board) and is established under the provisions of the contract between the Washington State Department of Labor and Industries and the _____ Pilot Center of Occupational Health and Education (hereafter referred to as the Pilot Center).

We need to define "Parent Organization here."

RESPONSIBILITIES

- The Board is responsible to provide advice, guidance and consultation to the Pilot Center concerning its overall purpose.
- The Board is advisory in nature and is not legally responsible for any matters related to the appropriation of funds or quality of medical care.
- The Pilot Center is responsible for the Board so that it functions as a partner in guiding Pilot Center policies and practices.

GOALS

The overall goals of the Advisory Board may include, but are not limited to to following:

- Clarifying and articulating the needs, expectations, and values of the Pilot Center's constituents;
- Assist in developing Pilot Center programs and evaluating Pilot Center services;
- Provide outreach which links the Pilot Center services to workers, unions, employers and community physicians;
- Helping assure the high quality of the Pilot Center's services;
- Maximizing the utilization of the Pilot Center's services;
- Assisting the Pilot Center staff in improving the quality and scope of their educational, preventive health and advocacy services to the community; and
- Monitoring key performance indicators for the Pilot Center including quality assurance and customer satisfaction.

In pursuit of these goals, the Board's areas of activity will include serving as a resource to staff in dealing with outside agencies and organizations, and advising on a wide variety of issues such as utilization and development of new services. The foregoing is illustrative, not restrictive, of the areas of Board activities.

MEMBERSHIP

Membership on the Board shall be open to individuals and representatives of business and labor organizations who are recognized for their commitment to the prevention of work-related disease, injury and disability. The Board shall be limited to ten (10) voting members. Half (5) will be designated as labor members and half (5) will be designated as business members. The majority of both labor and business members shall be representatives of organizations whose members may utilize the clinical services of the Pilot Center.

Appointments to the Board shall be made by the Workers Compensation Advisory Committee (WCAC) parent committee. Except, the:

Department of Labor and Industries may appoint an ex-officio member of the board to represent the Department of Labor and Industries and an ex-officio member to represent community physicians.

The parent organization may appoint one ex-officio member of the board in addition to the Pilot Center Administrator and the Pilot Center Medical Director who both serve as ex-officio members of the board.

The WCAC shall use the following guidelines in appointing Board members:

- A majority of the members appointed to fill both labor and business seats shall be local;
- Appointees must have a constituent base; be a bona fide representative of a business or labor group;
- Appointees should be dedicated to Occupational Health and Safety;
- Appointees should be accountable to their constituents;
- Appointees should have no conflict of interest; and
- Appointees should reflect the diversity of the constituent populations served by the Pilot Center.

Terms shall be for four years during the pilot. Thereafter, terms shall be staggered.

The Executive Committee (the chair and vice chair--one business, one labor) of the Board will be responsible for recruiting new members consistent with the criteria enumerated above. The Executive Committee will submit recommendations for board member replacements to the WCAC parent committee.

Any member who is does not attend two (2) consecutive regularly scheduled meetings without good cause shall be notified in writing. If the member misses the next regularly scheduled meeting without good cause, that absence shall constitute resignation, unless a waiver has been secured from the Chairperson of the Board.

Members may be removed from the Board by the Executive Committee if that body concludes that member's participation is highly detrimental to the functioning of the Board or its committees.

MEETINGS

The Board shall meet at least quarterly. Special meetings of the full Board shall be held upon request of the Executive Committee or upon petition in writing of at least twenty per cent (20%) of the members.

A quorum of six members shall be necessary to conduct a meeting of the Board.

The last meeting of the year shall be the annual meeting. Officers will be elected at this meeting.

The Administrator of the Pilot Center or his/her designate shall be responsible for facilitating Board meeting notices and other communications and shall be responsible for the minutes of all Board meetings.

Board meetings shall be conducted under Roberts Rules of Order. Decisions will be made by consensus. If not attainable, however, a majority rule of those present shall prevail.

In order to facilitate greater communication and understanding between the Board and the Pilot Center's parent organization, the Board shall meet on an annual basis with administrative representatives of the parent organization. Further, the parent organization may appoint a liaison to the board. The liaison will be a non-voting member of the board. The parent organization may choose to name the Pilot Center's Administrator or Medical Director as its liaison.

OFFICERS

The Board shall elect a Chairperson and Vice Chairperson as its officers. Officers of the Board shall be elected at the annual meeting of the full Board. The Chairperson and Vice Chairperson positions shall be distributed between business and labor. For instance if the Chairperson represents labor, then the Vice Chairperson shall represent business.

The position of additional officers of the Board may be created at any Board meeting by a two-thirds (2/3) vote of the members present.

The Chairperson shall preside at all meetings of the Board and shall be an ex-officio member of all committees. He/She shall appoint members to ad hoc committees created by the Board. The Vice Chairperson shall, in the absence of the Chairperson, exercise all functions of the Chairperson.

COMMITTEES

Executive Committee

The Executive Committee shall be composed of the Chairperson and Vice Chairperson of the Board. The Pilot Center's Administrator shall be a non-voting ex-officio member of the Executive Committee. The committee will perform the following functions:

- Sets the agenda for Advisory Board meetings;
- Carries out decisions of the Advisory Board;
- Acts on Advisory Board matters in between meetings as necessary;
- Appoints committees;
- Reviews the work of the other committees; and
- Recruits new members to the Board.

CONFLICT OF INTEREST

In order to avoid any conflict of interest that could bring into question the integrity of the Pilot Center, its staff and its Advisory Board, Board members and staff should exercise due caution and prudent judgment to avoid any conflict of interest or appearance of same. In instances where a contractual or financial relationship exists between any of the foregoing, (a) the facts and circumstances of each such relationship shall be disclosed immediately to the Board; and (b) those so affected shall not vote on motions related to any such business relationship.

DISPUTE RESOLUTION

In the event a dispute occurs between the parties that cannot be resolved by either consensus or majority rule, the issue shall be placed on the next WCAC meeting agenda for resolution by that committee.

AMENDMENTS

These By-Laws may be amended at any meeting of the Board by an affirmative vote of two-thirds (2/3) of the members present. Notification of the proposed amendment (s) shall be sent to each Board member at least one month prior to the meeting at least one month prior to the meeting at which the vote is scheduled.